

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.  
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person  
 Vesty, David P.  
 14 Oak Park  
 Bedford, MA 01730  
 USA
2. Issuer Name and Ticker or Trading Symbol  
 Progress Software Corporation  
 PRGS
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
 November 1998
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 ( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
 (specify below)  
 Vice President, Worldwide Sales
7. Individual or Joint/Group Filing (Check Applicable Line)  
 (X) Form filed by One Reporting Person  
 ( ) Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Amount	A/D	Price			
Common Stock	11/09/98	M	7,500	A	\$14.37			
Common Stock	11/09/98	S	7,500	D	\$25.234			

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
Incentive Stock Option	\$14.37 (1)	11/09/98	M	7,500	D 07/01/94 - 12/30/03	Common Stock 7,500		6,600 (3)	D	
Nonqualified Stock Option	\$14.37 (1)	07/13/98	J	3,550 (1)	A 07/01/94 - 12/30/03	Common Stock 3,550 (1)		10,650 (1)	D	
Nonqualified Stock Option	\$11.33 (1)	07/13/98	J	600 (1)	A 07/01/94 - 06/16/04	Common Stock 600 (1)		1,800 (1)	D	
Incentive Stock Option	\$14.41 (1)	07/13/98	J	600 (1)	A 03/01/95 - 01/10/05	Common Stock 600 (1)		1,800 (1)	D	
Nonqualified Stock Option	\$14.41 (1)	07/13/98	J	5,400 (1)	A 03/01/95 - 01/10/05	Common Stock 5,400 (1)		16,200 (1)	D	
Nonqualified Stock Option	\$14.41 (1)	07/13/98	J	3,000 (1)	A 03/01/95 - 05/11/05	Common Stock 3,000 (1)		9,000 (1)	D	
Incentive Stock Option	\$10.33 (1)	07/13/98	J	6,525 (1)	A 03/01/96 - 04/01/06	Common Stock 6,525 (1)		19,575 (1)	D	
Nonqualified Stock Option	\$10.33 (1)	07/13/98	J	10,475 (1)	A 03/01/96 - 04/01/06	Common Stock 10,475 (1)		31,425 (1)	D	
Nonqualified Stock Option	\$9.00 (1)	07/13/98	J	5,950 (1)	A 03/01/96 - 08/20/06	Common Stock 5,950 (1)		17,850 (1)	D	
Nonqualified Stock Option	\$9.41 (1)	07/13/98	J	34,250 (1)	A 03/01/97 - 03/02/07	Common Stock 34,250 (1)		102,750 (1)	D	
Nonqualified Stock Option	\$14.41 (1)	07/13/98	J	16,300 (1)	A 03/01/98 - 02/02/08	Common Stock 16,300 (1)		48,900 (1)	D	
Incentive Stock Option	\$14.41 (1)	07/13/98	J	2,700 (1)	A 03/01/98 - 02/02/08	Common Stock 2,700 (1)		8,100 (1)	D	

Explanation of Responses:

(1) On June 17, 1998, the Company declared a 3-for-2 stock split effected in the form of a stock dividend payable to holders of record of common stock on June 29, 1998. On the payment date of July 13, 1998, pursuant to the anti-dilution provisions in the Company's stock option plans, each option granted by the Company prior to June 29, 1998 was adjusted to reflect the stock split effected in the form of a stock dividend. Each of the options reported herein were previously reported. The adjustments in Table II involve the price of each option, the number of shares underlying such options, and the number of derivative securities beneficially owned at the end of the month.

(2) The option vests in equal monthly increments over a 60 month period commencing July 1, 1994.

(3) On 12/01/98, options to purchase 3,075 were vested.

SIGNATURE OF REPORTING PERSON

David P. Vesty

DATE

December 02, 1998